



# LEXIS® Document Services

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May 21, 1997

Janice Fort  
Surface Transportation Board  
Recordation Office  
1925 K Street  
Suite 70  
Washington D.C. 20423

RECORDATION NO. 20693

FILED

MAY 22 '97

10-43 AM

MAY 22 10 43 AM '97

RECEIVED  
SURFACE TRANSPORTATION  
BOARD

Dear Janice,

I am enclosing one (1) original of Memorandum of Rail car Lease and one (1) copy of Memorandum of Rail car Lease. Also, enclosed is a check made payable to: Surface Transportation Board.

After recording the document, please return the acknowledgment copy to my attention using the enclosed Federal Express airbill to return the results to me.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20254.

Thank you for your prompt assistance.

Very Truly yours,

Rebecca Heisler  
Administrator

enclosure

MAY 22 '97

10:43 AM

## FORM OF MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 12<sup>th</sup> day of May, 19 97, is made by The David J. Joseph Company, a Delaware corporation, with an address at 300 Pike Street Cincinnati, OH 45202 (the "Lessee"), and The CIT Group/Equipment Financing, Inc., a New York corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor" and, together with the Lessee, the "Parties").

## KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of the date hereof covering the equipment listed on Schedule 1 hereto (the "Equipment");

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the Parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

IN WITNESS WHEREOF, the undersigned has caused this Document to be executed by a duly authorized officer as of the day and year first above written.

THE CIT GROUP/EQUIPMENT FINANCING, INC.,

By: Nancy Nardella CoblazoName: NANCY NARDELLA COBLAZOTitle: Vice President 5/13/97

THE DAVID J. JOSEPH COMPANY

By: [Signature]Name: Vice PresidentTitle: May 12, 1997

SCHEDULE NO. 01

<u>Quantity</u>	<u>Equipment Description</u>	<u>Reporting Marks and Numbers</u>
fifty (50)	52' 6", 110 ton mill gondola cars	DJJX 9000 - DJJX 9049

STATE OF OHIO )  
 )  
COUNTY OF HAMILTON )

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of MAY, 1997, by Douglas F. McMillan, the Vice President of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

My Commission expires \_\_\_\_\_



~~Notary Public~~

**JAMES H. GOETZ**  
Notary Public, State of Ohio  
My Commission Expires July 25, 2000

STATE OF NY )  
COUNTY OF NY ) SS:

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of May, 1997, by Roxey N. Cobleazo, the Vice-President of The CIT Group/Equipment Leasing, Inc. a New York corporation, on behalf of the corporation.

**Notary Public**

**My Commission expires:**

**BARBARA GARNER**  
Notary Public, State of New York  
No. 01GA5065133  
Qualified in Nassau County  
Certificate Filed in New York County  
Commission Expires Sept. 3, 1998